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OF COUNSEL  
WILLIAM G. CONLY

January 30, 2006

Honorable James H. Welsh  
Commissioner of Conservation  
State of Louisiana  
Post Office Box 44275  
Baton Rouge, Louisiana 70804-4275

Re: APPLICATION FOR PUBLIC HEARING.

Cotton Valley Formation, Reservoir A, FRAZIER  
CREEK FIELD, Claiborne Parish, Louisiana.

Dear Sir:

CLAYTON WILLIAMS ENERGY, INC. ("Applicant"), hereby respectfully applies for a public hearing to consider evidence relative to the issuance of an Order pertaining to the following matters relating to the Cotton Valley Formation, Reservoir A, in the Frazier Creek Field, Claiborne Parish, Louisiana:

1. To authorize Applicant to drill, designate and utilize an alternate unit well for CV RA SUB at the location shown on the attached plat, in exception to the spacing provisions of Office of Conservation Order No. 1242, effective December 13, 1983.
2. To find that the proposed alternate unit well is necessary to efficiently and economically drain a portion of the Cotton Valley Formation, Reservoir A, underlying CV RA SUB which cannot be efficiently and economically drained by any existing well on such unit.
3. To permit the operator of CV RA SUB to produce the allowable assigned to this unit from either the unit well, the alternate unit well, or from a combination of such wells, at the option of the operator.
4. To discuss such other matters as may be pertinent to this application.

The Cotton Valley Formation, Reservoir A, in the Frazier Creek Field, Claiborne Parish, Louisiana, was defined in Office of Conservation Order No. 1242, effective December 13, 1983.

Any pertinent data concerning this application will be available for inspection at the offices of Clayton Williams Energy, Inc., 700 Rockmead, Suite 159, Kingwood, Texas 77339. Any person wishing to inspect such data should call Mr. David Fox at (281) 261-1172 during normal

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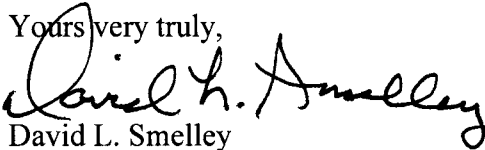
business hours in order to arrange a date and time for such inspection. A copy of any such data which is not otherwise available at the Office of Conservation can be obtained from Applicant at the expense of the requesting party.

As provided by the Revised Rules of Procedure, the subject matter of this application does not require the issuance of a pre-application notice; therefore, no such notice has been issued.

Pursuant to the aforesaid Rules of Procedure, Applicant has made a reasonable effort to obtain the names and addresses of all Interested Owners, Represented Parties and Interested Parties to whom notice of this application is being sent and has attached hereto a list of the names and addresses of such parties. A copy of this letter, and of the attached plat, is being sent to the District Manager of the Shreveport District of the Office of Conservation and to the Interested Owners, Represented Parties and Interested Parties, as shown on the attached list.

Applicant will provide for posting of a copy of the Legal Notice of this hearing and the enclosed plat at a prominent place in the area affected and will cause publication of the Legal Notice in a newspaper published in the general area of Frazier Creek Field, all in accordance with the Revised Rules of Procedure. Furthermore, Applicant will mail a copy of the Legal Notice to all Interested Owners, Represented Parties and Interested Parties promptly upon receipt of the Legal Notice from the Commissioner.

A check payable to the Office of Conservation and covering the application fee is enclosed.

Yours very truly,  
  
David L. Smelley

-- Attorney for Clayton Williams Energy, Inc.

DLS:dp  
Enclosures

cc: Mr. Jim Broussard (w/encls.)  
Mr. David Fox (w/encls.)  
Ms. Cheryl Strickland (w/encls.)  
Interested Owners, Represented  
Parties and Interested Parties (w/plat only)

